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8 **UNITED STATES DISTRICT COURT**  
9 **NORTHERN DISTRICT OF CALIFORNIA**  
10 **SAN FRANCISCO DIVISION**

11 UNILOC USA, INC., et al.,

12 Plaintiffs,

13 v.

14 APPLE INC.,

15 Defendant.

Case No. 3:18-cv-00358-WHA

**DECLARATION OF DOUG WINNARD IN  
SUPPORT OF DEFENDANT APPLE INC.'S  
MOTION TO DISMISS FOR LACK OF  
SUBJECT-MATTER JURISDICTION**

**DECLARATION OF DOUG WINNARD**

I, Doug Winnard, hereby declare:

1. I am an attorney at Goldman Ismail Tomaselli Brennan & Baum LLP. I represent Apple Inc. in this matter. I submit this declaration in support of Defendant Apple Inc.'s Motion to Dismiss for Lack of Subject-Matter Jurisdiction.

2. I am over 18 years of age and competent to make this declaration. If called to testify as a witness in this matter, I could and would testify truthfully to each of the statements in this declaration.

3. Attached hereto as Exhibit A is an excerpted true and correct copy of the transcript from the deposition of James Palmer, taken September 9, 2020.

4. Attached hereto as Exhibit B is an excerpted true and correct copy of the transcript from the deposition of Drake Turner, taken October 1, 2020.

5. Attached hereto as Exhibit C is a true and correct copy of the transcript from the October 1, 2020 hearing in *Uniloc USA, Inc. and Uniloc Luxembourg, S.A. v. Motorola Mobility, LLC*, No. 17-1658 (CFC) (D. Del.).

6. Attached hereto as Exhibit D is an excerpted true and correct copy of the Conformed Revenue Sharing and Note and Warrant Purchase Agreement between Uniloc USA, Inc., Uniloc Luxembourg S.A., Uniloc Corporation PTY Limited, D/A Investment Holdings LLC, and Fortress Credit Co LLC, dated December 30, 2014, as amended February 24, 2015, May 27, 2016 and May 15, 2017. The complete document is Bates-stamped UNILOC\_APPLE\_2017\_18265 to UNILOC\_APPLE\_2017\_18365.

7. Attached hereto as Exhibit E is an excerpted true and correct copy of the Patent License Agreement between Uniloc Luxembourg, S.A., Uniloc USA, Inc., and Fortress Credit Co LLC, dated December 30, 2014. The complete document is Bates-stamped UNILOC\_APPLE\_2017\_18366 to UNILOC\_APPLE\_2017\_18373.

8. Attached hereto as Exhibit F is an excerpted true and correct copy of the third amendment to the Revenue Sharing and Note and Warrant Purchase Agreement between Uniloc USA, Inc., Uniloc Luxembourg S.A., Uniloc Corporation PTY Limited, D/A Investment Holdings

1 LLC, and Fortress Credit Co LLC, dated December 30, 2014, as amended February 24, 2015, May  
 2 27, 2016 and May 15, 2017. The complete document is Bates-stamped  
 3 UNILOC\_APPLE\_2017\_18265 to UNILOC\_APPLE\_2017\_18365.

4 9. Attached hereto as Exhibit G is an excerpted true and correct copy of the transcript  
 5 from the deposition of Erez Levy, taken September 21, 2018.

6 10. Attached hereto as Exhibit H is an excerpted true and correct copy of a rough draft of  
 7 the transcript from the deposition of Drake Turner, taken October 8, 2018.

8 11. Attached hereto as Exhibit I is an excerpted true and correct copy of the May 6, 2017  
 9 Investment Memorandum of Fortress Credit Corp. The complete document is Bates-stamped  
 10 UNILOC\_APPLE\_358\_1077 to UNILOC\_APPLE\_358\_1090.

11 12. Attached hereto as Exhibit J is a true and correct copy of the November 9, 2018  
 12 Declaration of James Palmer, Dkt. No. 142-1, *Uniloc USA, Inc. and Uniloc Luxembourg, S.A. v.*  
 13 *Apple Inc.*, No. 3:18-cv-00360-WHA (N.D. Cal.).

14 13. Attached hereto as Exhibit K is an excerpted true and correct copy of the December  
 15 16, 2014 draft of the Conformed Revenue Sharing and Note and Warrant Purchase Agreement  
 16 between Uniloc USA, Inc., Uniloc Luxembourg S.A., Uniloc Corporation PTY Limited, D/A  
 17 Investment Holdings LLC, and Fortress Credit Co LLC. The complete document is Bates-stamped  
 18 UNILOC\_APPLE\_358\_0290 to UNILOC\_APPLE\_358\_0351.

19 14. Attached hereto as Exhibit L is an excerpted true and correct copy of Marathon Patent  
 20 Group, Inc.'s Form 8-K, filed January 17, 2017 and available at  
 21 [https://sec.report/Document/0001104659-17-002354/a17-1812\\_1ex10d1.htm](https://sec.report/Document/0001104659-17-002354/a17-1812_1ex10d1.htm).

22 15. Attached hereto as Exhibit M is an excerpted true and correct copy of Document  
 23 Security Systems, Inc.'s Form 8-K, filed February 18, 2014 and available at [https://content.edgar-](https://content.edgar-online.com/ExternalLink/EDGAR/0001144204-14-010279.html?hash=dee84b1159b2032c3c880cd2d52e73328b92c3813ea8059479765e31d3eec8cf&dest=V368966_EX10-1_HTM#V368966_EX10-1_HTM)  
 24 [online.com/ExternalLink/EDGAR/0001144204-14-](https://content.edgar-online.com/ExternalLink/EDGAR/0001144204-14-010279.html?hash=dee84b1159b2032c3c880cd2d52e73328b92c3813ea8059479765e31d3eec8cf&dest=V368966_EX10-1_HTM#V368966_EX10-1_HTM)  
 25 [010279.html?hash=dee84b1159b2032c3c880cd2d52e73328b92c3813ea8059479765e31d3eec8cf&](https://content.edgar-online.com/ExternalLink/EDGAR/0001144204-14-010279.html?hash=dee84b1159b2032c3c880cd2d52e73328b92c3813ea8059479765e31d3eec8cf&dest=V368966_EX10-1_HTM#V368966_EX10-1_HTM)  
 26 [dest=V368966\\_EX10-1\\_HTM#V368966\\_EX10-1\\_HTM](https://content.edgar-online.com/ExternalLink/EDGAR/0001144204-14-010279.html?hash=dee84b1159b2032c3c880cd2d52e73328b92c3813ea8059479765e31d3eec8cf&dest=V368966_EX10-1_HTM#V368966_EX10-1_HTM).

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1 I declare under penalty of perjury that the foregoing is true and correct. Executed on October  
2 22, 2020, in Chicago, Illinois.

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4 /s/ Doug Winnard  
Doug Winnard (CA Bar No. 275420)  
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